

9-213A047

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July 31, 1989

RECORDATION NO. 11621-D FILED 11625

AUG 1 1989 - 1 05 PM

INTERSTATE COMMERCE COMMISSION

**HAND DELIVERY**

Ms. Noreta R. McGee  
Secretary of the Interstate  
Commerce Commission  
Washington, D.C. 20423

Dear Ms. McGee:

*\$13.00 filing fee*

*This me is →*  
Enclosed please find, for filing and recordation pursuant to Section 11303 of Title 49 of the United States Code five fully executed originals of the following document relating to certain railroad rolling stock as described herein, which should be included as part of the filing recorded on April 1, 1980, Recordation No. 11621 as the next available recordation number, being 11621-D:

I. Document: Termination of Lease Agreement dated as of July 31, 1989.

A. Parties: Lessor: Atlantic & Western Financial Corporation  
P.O. Box 1208  
Sanford, North Carolina 27330

Lessee: Atlantic & Western Railway Corporation  
P.O. Box 1208  
Sanford, North Carolina 27330

B. Equipment: As described in the Lease filed under ICC Recordation Number 11621, recorded on April 1, 1980.

C. Lease Terminated: This document is a formal termination of a Lease Agreement filed under ICC Recordation Number 11362 between Lessor and Lessee as successor to Atlantic & Western Corporation dated as of December 28, 1979.

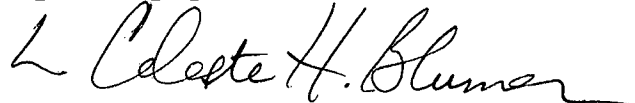
*C. Breckinridge*

MANWELL & WES

Ms. Noreta R. McGee  
July 31, 1989  
Page Two

I respectfully request that the original of this document be recorded under the provisions of 49 U.S.C. Section 11303. A short summary for the Recordation Index for this document would be: "Termination of Lease Agreement." I would also appreciate your stamping the additional copies of the document which are not required for your filing purposes and returning them to me together with the fee receipt, the letter from the ICC acknowledging the filing and the two extra copies of this transmittal letter. A check for the amount of \$13.00 is enclosed to cover the filing fees.

Very truly yours,

A handwritten signature in cursive script, reading "L. Celeste H. Blumer". The signature is written in dark ink and is positioned above the printed name.

L. Celeste H. Blumer

Enclosures

LCHB:its

11621-D

RECORDATION NO. 11621-12 FILED 1423

AUG 1 1989 -1 05 PM

TERMINATION OF LEASE AGREEMENT

INTERSTATE COMMERCE COMMISSION

THIS TERMINATION OF LEASE AGREEMENT, dated as of July 31, 1989 by Atlantic & Western Financial Corporation, a Delaware corporation ("A&W") and Atlantic & Western Railway Company a North Carolina corporation (successor to Atlantic & Western Corporation) ("Railway").

1. Recitals. A&W and Railway entered into a Lease Agreement dated as of December 28, 1979 (the "Lease") with respect to certain railroad boxcars described in the Lease (the "Boxcars"). The Lease is on file at the Interstate Commerce Commission ("ICC") under Recordation No. 11621 filed on April 1, 1980.

The Boxcars have been sold and the parties hereto wish to accommodate the new owner and relinquish all claims to the Boxcars under the Lease. The purpose of this Termination of Lease Agreement is to terminate the Lease and provide a formal termination document for filing with the ICC.

2. Termination. The Lease is hereby terminated.

IN WITNESS WHEREOF, A&W and Railway pursuant to due authority, have executed this Termination Lease Agreement as of the date first above written.

ATLANTIC & WESTERN FINANCIAL CORPORATION

By: [Signature]

Title: Vice President

Attest:

By: Linda Gray  
Title: Secretary

ATLANTIC & WESTERN RAILWAY COMPANY

By: [Signature]

Title: President

Attest:

By: Linda Gray  
Title: Secretary

STATE OF ALABAMA )

COUNTY OF HOUSTON )

I, Dow T. Huskey, a Notary Public in and for the state and county aforesaid, do hereby certify that K. E. Durden of Atlantic & Western Financial Corporation, a Delaware corporation, whose name is subscribed to the foregoing instrument, appeared before me this day in person and acknowledge that he/she is the Vice-President, of said corporation, he/she signed, sealed and delivered the aforesaid instrument and caused the corporate seal of said corporation to be affixed thereto, pursuant to authority granted by said corporation, as his/her free and voluntary act and as the free and voluntary act and deed of said corporation for the uses and purposes therein set forth.

Given under notarial seal this 31st day of July, 1989.

Dow T. Huskey  
Notary Public

My Commission Expires:

8-8-92

STATE OF ALABAMA )

COUNTY OF HOUSTON )

I, Dow T. Huskey, a Notary Public in and for the state and county aforesaid, do hereby certify that K. E. Durden of Atlantic & Western Railway Company, a North Carolina corporation, whose name is subscribed to the foregoing instrument, appeared before me this day in person and acknowledge that he/she is the President, of said corporation, he/she signed, sealed and delivered the aforesaid instrument and caused the corporate seal of said corporation to be affixed thereto, pursuant to authority granted by said corporation, as his/her free and voluntary act and as the free and voluntary act and deed of said corporation for the uses and purposes therein set forth.

Given under notarial seal this 31st day of July, 1989.

Dow T. Huskey  
Notary Public

My Commission Expires:

8-8-92